

# EXHIBIT B

UNITED STATES DISTRICT COURT  
DISTRICT OF CONNECTICUT

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UNIVERSITAS EDUCATION, LLC,

Plaintiff,

-against-

NOVA GROUP, INC., et al.,

Defendant.  
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: Case No. 14-mc-00125-RNC

: Hon. Robert N. Chatigny

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U.S. DISTRICT COURT  
DISTRICT OF CONNECTICUT

### CHARGING ORDER

Plaintiff/Judgment Creditor Universitas Education, LLC ("Universitas") having moved for a Charging Order pursuant to CGS Section 34-171, to charge the membership interest of the Judgment Debtor, Carpenter Financial Group ("CFG"), in Grist Mill Partners, LLC, and in any and all other limited liability companies in which CFG may have an interest, with the unsatisfied portion of the Judgment entered in Universitas' favor against CFG for \$11,140,000.00 on August 12, 2014 in the Southern District of New York, and filed with this Court on November 6, 2014;

NOW, upon the motion of Loeb & Loeb LLP, attorneys for Plaintiff Universitas, dated October 16, 2015; it is hereby

ORDERED, that the membership interests of CFG in Grist Mill Partners, LLC, and in any and all other limited liability companies, is charged with payment of the unpaid judgment debt herein awarded to Universitas, including interest. Within 10 days of the entry of this Order, CFG is ordered to provide the complete name and address of any and all other limited liability companies in which CFG has a membership interest;

ORDERED, that until Universitas' judgment against CFG is satisfied in full, Grist Mill Partners, LLC shall make no loans, directly or indirectly, to or for the benefit of CFG or anyone else for the benefit of CFG without further Order of this Court;

ORDERED, that within twenty days of service of a copy of this Order upon any members of Grist Mill Partners, LLC, Grist Mill Partners, LLC shall supply Universitas with full, complete and accurate copies of Grist Mill Partners, LLC's Operating Agreements including any and all amendments or modifications thereto; true, complete and accurate copies of any and all Federal and State income tax or informational income tax returns filed within the past three years; balance sheets and profit and loss statements for the past three years; balance sheet and profit and loss statements for the most recent present period for which same have been computed; and complete and accurate copies of banking and other brokerage statements for the past three years. Further, upon twenty days' notice from Universitas to Grist Mill Partners, LLC, all books and records shall be produced for inspection, copying and examination in Universitas' counsel's office;

ORDERED, that until Universitas' Judgment against CFG is satisfied in full, including interest thereon, Grist Mill Partners, LLC shall supply Universitas within thirty days of the close of the respective accounting period for which said data is or may be generated, all future statements reflecting cash position, balance sheet position, and profits and losses.

/s/ Robert N. Chatigny  
U.S.D.J.

10/27/15